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 derivatively on behalf of Oracle Corporation*

**UNITED STATES DISTRICT COURT  
 NORTHERN DISTRICT OF CALIFORNIA**

LISA GALAVIZ, derivatively on behalf of  
 ORACLE CORPORATION,

Plaintiff,

vs.

JEFFREY S. BERG, et al.,

Defendants;

-and-

ORACLE CORPORATION,

Nominal Defendant.

Case No. C-10-03392-RS

**STIPULATION CONSOLIDATING  
 ACTIONS, APPOINTING CO-LEAD  
 COUNSEL, AND SETTING  
 SCHEDULE FOR FILING OF AND  
 RESPONSE TO CONSOLIDATED  
 COMPLAINT**

PHILIP T. PRINCE, derivatively on behalf of  
 ORACLE CORPORATION,

Plaintiff,

vs.

JEFFREY S. BERG, et al.,

Defendants;

-and-

ORACLE CORPORATION,

Nominal Defendant.

Case No. C-10-4233-RS

**STIPULATION CONSOLIDATING ACTIONS, APPOINTING CO-LEAD COUNSEL, AND SETTING SCHEDULE FOR FILING  
 OF AND RESPONSE TO CONSOLIDATED COMPLAINT**

WHEREAS, there are currently two shareholder derivative actions on behalf of nominal defendant Oracle Corporation (“Oracle”) pending in the Northern District of California, *Galaviz v. Berg, et al.*, Case No. C-10-3392-RS and *Prince v. Berg, et al.*, Case No. C-10-4233-RS; and

WHEREAS, the Court has previously determined that the Oracle derivative actions identified above are related pursuant to Local Rule 3-12(a) and all have been assigned to the Honorable Richard Seeborg; and

WHEREAS, the Oracle shareholder derivative actions identified above all arise out of the same transactions and occurrences and involve the same or substantially similar issues of law and facts, and, therefore, should be consolidated for all purposes under Fed. R. Civ. P. 42(a); and

WHEREAS, counsel for plaintiffs, nominal defendant Oracle, and certain individual defendants have met and conferred and have agreed to a schedule for filing a consolidated complaint and for briefing any motion directed at the consolidated complaint; and

WHEREAS, the agreed-upon schedule is not for the purpose of delay, promotes judicial efficiency, and will not cause prejudice to any party.

THEREFORE, IT IS STIPULATED AND AGREED by plaintiffs and the identified defendants, through their respective counsel of record, as follows:

# **I. CONSOLIDATION OF ACTIONS**

1. The actions of *Galaviz v. Berg, et al.*, Case No. C-10-3392-RS and *Prince v. Berg, et al.*, Case No. C-10-4233-RS are hereby consolidated for all purposes, including pretrial proceedings, trial, and appeal. The following dates shall be in effect for the consolidated action:

February 10, 2011: Last day to file Rule 26(f) Report, complete initial disclosures, and file Case Management Statement

February 17, 2011: Initial Case Management Conference

2. The captions of these consolidated actions shall be “In re Oracle Corporation Derivative Litigation” and the files of these consolidated actions shall be maintained in one file under Master File No. C-10-3392-RS. Any other actions now pending or later filed in this Court which arise out of or are related to the same facts as alleged in the above-identified cases shall be

consolidated for all purposes, if and when they are brought to the Court's attention, with *In re Oracle Corporation Derivative Litigation*.

3. Every pleading filed in the consolidated actions, or in any separate action included herein, shall bear the following caption:

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

In re ORACLE CORPORATION  
DERIVATIVE LITIGATION

Master File No. C-10-3392-RS

This Document Relates to:

4. When a pleading is intended to be applicable to all actions governed by this Order, the words "All Actions" shall appear immediately after the words "This Document Relates To:" in the caption set out above. When a pleading is intended to be applicable to only some, but not all, of the consolidated actions, this court's docket number for each individual action to which the pleading is intended to be applicable and the abbreviated case name of said action shall appear immediately after the words "This Document Relates To:" in the caption described above.

5. A Master Docket and a Master File are hereby established for the above-consolidated proceedings and for all other related cases filed in or transferred to this Court. Separate dockets shall continue to be maintained for each of the individual actions hereby consolidated, and entries shall be made in the docket for each individual case in accordance with the regular procedures of the clerk of this Court, except as modified by this Order.

6. When a pleading is filed and the caption shows that it is applicable to "All Actions" the clerk shall file such pleading in the Master File and note such filing on the Master Docket. No further copies need be filed, and no other docket entries need be made.

7. When a pleading is filed and the caption shows that it is to be applicable to fewer than all of the consolidated actions, the clerk will file such pleading in the Master File only but shall docket such filing on the Master Docket of each applicable action.

8. When a case which properly belongs as part of *In re Oracle Corporation Derivative Litigation* is filed in this Court or transferred to this Court from another court assigned to Judge Seeborg, the clerk of this Court shall:

- (a) Place a copy of this Order in the separate file for such action;
- (b) Mail to the attorneys for the plaintiff(s) in the newly filed or transferred case a copy of this Order and direct that this Order be served upon or mailed to any new defendant(s) or their counsel in the newly filed or transferred case; and
- (c) Make an appropriate entry on the Master Docket. This Court requests the assistance of counsel in calling to the attention of the clerk of this Court the filing or transfer of any case which properly might be consolidated as part of *In re Oracle Corporation Derivative Litigation*.

## II. MANAGEMENT STRUCTURE

9. Plaintiffs' counsel in both actions have met and conferred regarding the management structure for the litigation and request that the Court appoint the following firms and attorney as Co-Lead Counsel for the consolidated action:

Cotchett, Pitre & McCarthy

Law Offices of John M. Kelson

Jerry K. Cimmet, Esq.

## III. SCHEDULE

10. Plaintiffs shall, within twenty days following the entry of order on this stipulation, but in no case later than February 10, 2011, file and serve a consolidated complaint which will supersede all existing complaints filed in these actions. Defendants need not respond to any of

the pre-existing complaints. Service shall be effected with respect to any named defendant by serving the consolidated complaint on that defendant's counsel.

11. Defendants shall answer or otherwise respond to the consolidated complaint no later than February 25, 2011. In the event that defendants file and serve any motions directed at the consolidated complaint, plaintiffs shall file and serve their opposition no later than March 25, 2011. If defendants file and serve a reply to plaintiffs' opposition, they will do so no later than April 14, 2011, and the hearing for defendants' motion(s), if any, will be set for April 28, 2011, or the next convenient date for the Court's schedule.

12. This schedule assumes no substantive amendments to the consolidated complaint. To the extent the consolidated complaint is substantively different than plaintiffs' original complaints, the parties shall meet and confer regarding the schedule.

13. Defendants' counsel may rely upon all agreements made with any Co-Lead Counsel appointed by this Court.

IT IS SO STIPULATED.

Dated: January 27, 2011

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I, Mark C. Molumphy, am the ECF user whose ID and password is being used to file this  
STIPULATION and [PROPOSED] ORDER. In compliance with General Order 45, X, B, I  
hereby attest that Jerry K. Cimmet has concurred with this filing.

**LAW OFFICES OF JOHN M. KELSON**

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STIPULATION and [PROPOSED] ORDER. In compliance with General Order 45, X, B, I  
hereby attest that John K. Nelson has concurred with this filing.

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Donald L. Lucas, Charles L. Phillips,  
Charles L. Phillips, Jr., Naomi O. Seligman,  
and Oracle Corporation*

I, Mark C. Molumphy, am the ECF user whose ID and password is being used to file this  
STIPULATION and [PROPOSED] ORDER. In compliance with General Order 45, X, B, I  
hereby attest that Jordan Eth has concurred with this filing.